

## **Exhibit 8**



CONNAUGHT HOUSE  
1 BURLINGTON ROAD  
DUBLIN 4  
IRELAND

April 27, 2023

**Via Email**

Mr. Jimmy Dempsey  
Mr. Spencer Thwaytes  
Mr. Howard Diamond  
Frontier Airlines Inc.

**Re: *Aircraft leased to Frontier Airlines Inc. ("Frontier") that are serviced by Carlyle Aviation Management Limited ("CAML"), and subject to the Leases (each a "Lease") referred to in the attached Notices (the "Aircraft")***

Dear Mr. Dempsey, Mr. Thwaytes and Mr. Diamond:

As you know, for months now, CAML, as servicer for the lessors of each Aircraft, has been negotiating with Frontier to accomplish several transactions involving the Aircraft, including, but not limited to, financing or refinancing the Aircraft, changing the Owner Trustee for the Aircraft, and selling the Aircraft to third parties (the "Transactions"). These Transactions are more fully described in the attached Notices.

These are ordinary-course transactions, and Frontier is obligated to cooperate with CAML in accomplishing the Transactions. For example, in Section 4 of the Non-Waiver and Preservation of Rights Agreement, dated October 21, 2022 (the "Non-Waiver Agreement"),<sup>1</sup> Frontier and CAML agreed "that they will continue to cooperate in good faith in all Lease Administration Activities." Lease Administration Activities include "consents, lease amendments, aircraft/lease financings, owner trustee and owner participant assignments and Aircraft sales (and related transfers, notices and acknowledgments, replacement of lessor guarantees, updated insurance certificates and matters ancillary thereto)," among other things. Similarly, Section 20.2(b) of each Lease requires Frontier to "comply with all reasonable requests of" CAML and "to cooperate in effecting any [] transfer, novation, assignment, mortgage, grant or other disposition" of the Aircraft or, in the case of the Lease of the aircraft with manufacturer's serial number 7524, Section 22.2 of the applicable Lease requires Frontier to "comply with any [] reasonable requests of" CAML in connection with the applicable assignment. Frontier also agreed to "execute any and all consents, agreements, amendments or other instruments (including any supplement or amendment to or novation of this Agreement and any confirmation of the Lessee's representations and warranties as of the date of such transfer, novation, assignment, mortgage, grant or other disposition)" related to the Aircraft or, in the case of the Lease of the aircraft with manufacturer's serial number 7524, "execute (or cause to be executed) all documents reasonably requested by [CAML] to effect, perfect, record or implement any such assignment".

Unfortunately, your actions in connection with the requests that CAML has made of Frontier to effectuate the Transactions have breached your obligations under the Non-Waiver Agreement and each Lease. You continue to act unreasonably in the negotiation process by, among other things, insisting on the inclusion of certain terms in the transaction documents that are both inappropriate and inconsistent with industry-wide practice. For example, you have asked the applicable lessor and

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<sup>1</sup> As relevant here, the terms "Parties" and "Party" include Frontier and CAML. (Non-Waiver Agreement § 1.)



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security trustee to state in the notice of security assignment that the Lease provides you certain rights that are not stated in the Lease, including that the lessor and security trustee agree to subordinate any lien, encumbrance, and collection rights of the security trustee to the judgment creditor rights of lessee.

Your ongoing breaches of the Non-Waiver Agreement and/or Lease Agreement are putting the Transactions at risk. If the Transactions are not able to close, numerous parties, including Carlyle (as that term is defined in the Non-Waiver Agreement), the Lessors under the Leases and funds managed by CAML, among others, are likely to incur millions of dollars in damages. CAML hereby notifies you that Frontier will be held responsible for those losses.

Of course, we believe that these losses can be avoided entirely if Frontier complies with its obligations to act reasonably in the negotiations related to the Transactions.

All rights are reserved.

Very truly yours,

A handwritten signature in blue ink, appearing to read "W. D. Hoffman".

William D. Hoffman

Exhibit - Notices

NOTICE

March 10, 2023

Frontier Airlines, Inc.  
4545 Airport Way  
Denver, CO 80239-7312  
Attention: Treasurer; General Counsel

By email: spencer.thwaytes@flyfrontier.com; howard.diamond@flyfrontier.com

Ladies and Gentlemen:

Reference is hereby made to that certain Aircraft Operating Lease Agreement, dated as of February 19, 2016 (as amended, restated, assigned, supplemented and otherwise modified from time to time, the "**Lease**"), between Frontier Airlines, Inc. ("**Lessee**") and Wells Fargo Trust Company, National Association (formerly Wells Fargo Bank Northwest, National Association), acting not in its individual capacity, but solely as owner trustee, as lessor ("**Lessor**"), pursuant to which Lessor is leasing to Lessee one (1) Airbus A321-211 aircraft bearing manufacturer's serial number 7524 and United States registration mark N716FR together with two (2) CFM International, Inc. CFM56-5B3/3B1 engines (collectively, the "**Aircraft**"). All initially capitalized terms used herein shall have the meanings ascribed thereto in the Lease, unless specifically defined herein.

Pursuant to Section 22.2 of the Lease, we hereby notify you that we expect the following transactions to occur: the Lessor and the Owner Participant will assign a security interest in its respective rights in the Aircraft and the Operative Documents, and the Owner Participant will assign a security interest in its rights under the Trust Agreement, in each case to UMB Bank, National Association, not in its individual capacity but solely as security trustee pursuant to that certain Security Agreement dated as of April 11, 2022 among, inter alios, UMB Bank, National Association, not in its individual capacity but solely as security trustee and Maverick Aviation Holdings Ltd.

*[Signature Page Follows]*

Very truly yours,

WELLS FARGO TRUST COMPANY,  
NATIONAL ASSOCIATION, not in  
its individual capacity but solely as Owner Trustee

By: Robin A. Phelan  
Name: Robin A. Phelan  
Title: Vice President

NOTICE

March 10, 2023

Frontier Airlines, Inc.  
4545 Airport Way  
Denver, CO 80239-7312  
Attention: Treasurer; General Counsel

By email: [spencer.thwaytes@flyfrontier.com](mailto:spencer.thwaytes@flyfrontier.com); [howard.diamond@flyfrontier.com](mailto:howard.diamond@flyfrontier.com)

Ladies and Gentlemen:

Reference is hereby made to that certain Aircraft Lease Agreement, dated as of March 6, 2018 (as amended, restated, assigned, supplemented and otherwise modified from time to time, the "**Lease**"), between Frontier Airlines, Inc. ("**Lessee**") and Wells Fargo Trust Company, National Association (formerly Wells Fargo Bank Northwest, National Association), acting not in its individual capacity, but solely as owner trustee, as lessor ("**Lessor**"), pursuant to which Lessor is leasing to Lessee one (1) Airbus A320-251N aircraft bearing manufacturer's serial number 8102 and United States registration mark N326FR together with two (2) CFM International, Inc. LEAP-1A26 engines (collectively, the "**Aircraft**"). All initially capitalized terms used herein shall have the meanings ascribed thereto in the Lease, unless specifically defined herein.

Pursuant to Clause 20.2(a) of the Lease, we hereby notify you that we expect the following transactions to occur: (i) Wells Fargo Trust Company, N.A. will transfer its rights and obligations as owner trustee under the Trust Agreement and as Lessor under the Lease to UMB Bank, National Association, (ii) Accipiter Investments Aircraft 4 Limited will transfer its rights and obligations as Owner Participant under the Trust Agreement and the Lease to Maverick Aviation TL (D) Limited (with the transfers referred to in clauses (i) and (ii) occurring simultaneously) and (iii) following the transfers referred to in clause (i) and (ii), the shares in Maverick Aviation TL (D) Limited will be transferred to Maverick Aviation Borrower 1 Ltd. and the Lessor and the Owner Participant will assign a security interest in its respective rights in the Aircraft and the Operative Documents, and the Owner Participant will assign a security interest in its rights under the Trust Agreement, in each case to Citibank, N.A., not in its individual capacity but solely as security trustee pursuant to that certain Security Agreement dated as of September 20, 2022 among, inter alios, Citibank, N.A., not in its individual capacity but solely as security trustee and Maverick Aviation Borrower 1 Ltd.

*[Signature Page Follows]*

Very truly yours,

WELLS FARGO TRUST COMPANY,  
NATIONAL ASSOCIATION, not in  
its individual capacity but solely as Owner Trustee

By: Robin A. Phelan  
Name: Robin A. Phelan  
Title: Vice President



NOTICE

March 10, 2023

Frontier Airlines, Inc.  
4545 Airport Way  
Denver, CO 80239-7312  
Attention: Treasurer; General Counsel

By email: [spencer.thwaytes@flyfrontier.com](mailto:spencer.thwaytes@flyfrontier.com); [howard.diamond@flyfrontier.com](mailto:howard.diamond@flyfrontier.com)

Ladies and Gentlemen:

Reference is hereby made to that certain Aircraft Lease Agreement, dated as of June 5, 2018 (as amended, restated, assigned, supplemented and otherwise modified from time to time, the "**Lease**"), between Frontier Airlines, Inc. ("**Lessee**") and Wells Fargo Trust Company, National Association (formerly Wells Fargo Bank Northwest, National Association), acting not in its individual capacity, but solely as owner trustee, as lessor ("**Lessor**"), pursuant to which Lessor is leasing to Lessee one (1) Airbus A320-251N aircraft bearing manufacturer's serial number 8239 and United States registration mark N331FR together with two (2) CFM International, Inc. LEAP-1A26 engines (collectively, the "**Aircraft**"). All initially capitalized terms used herein shall have the meanings ascribed thereto in the Lease, unless specifically defined herein.

Pursuant to Clause 20.2(a) of the Lease, we hereby notify you that we expect the following transactions to occur: (i) Wells Fargo Trust Company, N.A. will transfer its rights and obligations as owner trustee under the Trust Agreement and as Lessor under the Lease to UMB Bank, National Association, (ii) Accipiter Investments Aircraft 4 Limited will transfer its rights and obligations as Owner Participant under the Trust Agreement and the Lease to Maverick Aviation TL (D) Limited and (iii) following the transfers referred to in clause (i) and (ii), the shares in Maverick Aviation TL (D) Limited will be transferred to Maverick Aviation Borrower 1 Ltd. and the Lessor and the Owner Participant will assign a security interest in its respective rights in the Aircraft and the Operative Documents, and the Owner Participant will assign a security interest in its rights under the Trust Agreement, in each case to Citibank, N.A., not in its individual capacity but solely as security trustee pursuant to that certain Security Agreement dated as of September 20, 2022 among, inter alios, Citibank, N.A., not in its individual capacity but solely as security trustee and Maverick Aviation Borrower 1 Ltd.

*[Signature Page Follows]*

Very truly yours,

WELLS FARGO TRUST COMPANY,  
NATIONAL ASSOCIATION, not in  
its individual capacity but solely as Owner Trustee

By: Robin A. Phelan

Name: Robin A. Phelan

Title: Vice President

NOTICE

March 10, 2023

Frontier Airlines, Inc.  
4545 Airport Way  
Denver, CO 80239-7312  
Attention: Treasurer; General Counsel

By email: spencer.thwaytes@flyfrontier.com; howard.diamond@flyfrontier.com

Ladies and Gentlemen:

Reference is hereby made to that certain Aircraft Lease Agreement, dated as of August 29, 2018 (as amended, restated, assigned, supplemented and otherwise modified from time to time, the "**Lease**"), between Frontier Airlines, Inc. ("**Lessee**") and Wells Fargo Trust Company, National Association (formerly Wells Fargo Bank Northwest, National Association), acting not in its individual capacity, but solely as owner trustee, as lessor ("**Lessor**"), pursuant to which Lessor is leasing to Lessee one (1) Airbus A320-251N aircraft bearing manufacturer's serial number 8307 and United States registration mark N332FR together with two (2) CFM International, Inc. LEAP-1A26 engines (collectively, the "**Aircraft**"). All initially capitalized terms used herein shall have the meanings ascribed thereto in the Lease, unless specifically defined herein.

Pursuant to Clause 20.2(a) of the Lease, we hereby notify you that we expect the following transactions to occur: (i) the Lessor and the Owner Participant will assign a security interest in its respective rights in the Aircraft and the Operative Documents, and the Owner Participant will assign a security interest in its rights under the Trust Agreement, in each case to UMB Bank, National Association, not in its individual capacity but solely as security trustee pursuant to that certain Security Agreement dated as of April 11, 2022 among, inter alios, UMB Bank, National Association, not in its individual capacity but solely as security trustee and Maverick Aviation Holdings Ltd, (ii) following the transaction referred to in clause (i), Wells Fargo Trust Company, N.A. will transfer its rights and obligations as owner trustee under the Trust Agreement and as Lessor under the Lease to UMB Bank, National Association, and (iii) Accipiter Investments Aircraft 4 Limited will transfer its rights and obligations as Owner Participant under the Trust Agreement and the Lease to NAC Aviation 45 Limited (with the transfers referred to in clauses (ii) and (iii) occurring simultaneously). We understand NAC Aviation 45 Limited intends for it and the Lessor to assign a security assignment in the Trust Agreement, Aircraft and Operative Documents, as applicable, which will be separately notified to you.

*[Signature Page Follows]*

Very truly yours,

WELLS FARGO TRUST COMPANY,  
NATIONAL ASSOCIATION, not in  
its individual capacity but solely as Owner Trustee

By: Robin A. Phelan  
Name: Robin A. Phelan  
Title: Vice President

NOTICE

March 10, 2023

Frontier Airlines, Inc.  
4545 Airport Way  
Denver, CO 80239-7312  
Attention: Treasurer; General Counsel

By email: [spencer.thwaytes@flyfrontier.com](mailto:spencer.thwaytes@flyfrontier.com); [howard.diamond@flyfrontier.com](mailto:howard.diamond@flyfrontier.com)

Ladies and Gentlemen:

Reference is hereby made to that certain Aircraft Lease Agreement, dated as of July 31, 2018 (as amended, restated, assigned, supplemented and otherwise modified from time to time, the "**Lease**"), between Frontier Airlines, Inc. ("**Lessee**") and Wells Fargo Trust Company, National Association (formerly Wells Fargo Bank Northwest, National Association), acting not in its individual capacity, but solely as owner trustee, as lessor ("**Lessor**"), pursuant to which Lessor is leasing to Lessee one (1) Airbus A320-251N aircraft bearing manufacturer's serial number 8357 and United States registration mark N336FR together with two (2) CFM International, Inc. LEAP-1A26 engines (collectively, the "**Aircraft**"). All initially capitalized terms used herein shall have the meanings ascribed thereto in the Lease, unless specifically defined herein.

Pursuant to Clause 20.2(a) of the Lease, we hereby notify you that we expect the following transactions to occur: (i) Wells Fargo Trust Company, N.A. will transfer its rights and obligations as owner trustee under the Trust Agreement and as Lessor under the Lease to UMB Bank, National Association, (ii) Accipiter Investments Aircraft 4 Limited will transfer its rights and obligations as Owner Participant under the Trust Agreement and the Lease to Maverick Aviation TL (D) Limited, (iii) following the transfers referred to in clause (i) and (ii), the shares in Maverick Aviation TL (D) Limited will be transferred to Maverick Aviation Borrower 1 Ltd. and the Lessor and the Owner Participant will assign a security interest in its respective rights in the Aircraft and the Operative Documents, and the Owner Participant will assign a security interest in its rights under the Trust Agreement, in each case to Citibank, N.A., not in its individual capacity but solely as security trustee pursuant to that certain Security Agreement dated as of September 20, 2022 among, inter alios, Citibank, N.A., not in its individual capacity but solely as security trustee and Maverick Aviation Borrower 1 Ltd. and (iv) following the transactions referred to in clauses (i) through (iii), Maverick Aviation TL (D) Limited will transfer its rights and obligations as Owner Participant under the Trust Agreement and the Lease to NAC Aviation 45 Limited. We understand NAC Aviation 45 Limited intends for it and the Lessor to assign a security assignment in the Trust Agreement, Aircraft and Operative Documents, as applicable, which will be separately notified to you.

*[Signature Page Follows]*

Very truly yours,

WELLS FARGO TRUST COMPANY,  
NATIONAL ASSOCIATION, not in  
its individual capacity but solely as Owner Trustee

By: Robin A. Phelan

Name: Robin A. Phelan

Title: Vice President

NOTICE

March 10, 2023

Frontier Airlines, Inc.  
4545 Airport Way  
Denver, CO 80239-7312  
Attention: Treasurer; General Counsel

By email: spencer.thwaytes@flyfrontier.com; howard.diamond@flyfrontier.com

Ladies and Gentlemen:

Reference is hereby made to that certain Aircraft Lease Agreement, dated as of August 30, 2018 (as amended, restated, assigned, supplemented and otherwise modified from time to time, the "**Lease**"), between Frontier Airlines, Inc. ("**Lessee**") and Wells Fargo Trust Company, National Association (formerly Wells Fargo Bank Northwest, National Association), acting not in its individual capacity, but solely as owner trustee, as lessor ("**Lessor**"), pursuant to which Lessor is leasing to Lessee one (1) Airbus A320-251N aircraft bearing manufacturer's serial number 8402 and United States registration mark N338FR together with two (2) CFM International, Inc. LEAP- 1A26 engines (collectively, the "**Aircraft**"). All initially capitalized terms used herein shall have the meanings ascribed thereto in the Lease, unless specifically defined herein.

Pursuant to Clause 20.2(a) of the Lease, we hereby notify you that we expect the following transactions to occur: the Lessor and the Owner Participant will assign a security interest in its respective rights in the Aircraft and the Operative Documents, and the Owner Participant will assign a security interest in its rights under the Trust Agreement, in each case to UMB Bank, National Association, not in its individual capacity but solely as security trustee pursuant to that certain Security Agreement dated as of April 11, 2022 among, inter alios, UMB Bank, National Association, not in its individual capacity but solely as security trustee and Maverick Aviation Holdings Ltd.

*[Signature Page Follows]*

Very truly yours,

WELLS FARGO TRUST COMPANY,  
NATIONAL ASSOCIATION, not in  
its individual capacity but solely as Owner Trustee

By: Robin A. Phelan  
Name: Robin A. Phelan  
Title: Vice President



**NOTICE**

March 10, 2023

Frontier Airlines, Inc.  
4545 Airport Way  
Denver, CO 80239-7312  
Attention: Treasurer; General Counsel

By email: spencer.thwaytes@flyfrontier.com; howard.diamond@flyfrontier.com

Ladies and Gentlemen:

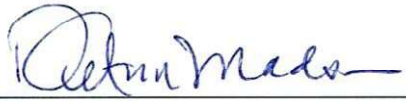
Reference is hereby made to that certain Aircraft Lease Agreement, dated as of March 22, 2019 (as amended, restated, assigned, supplemented and otherwise modified from time to time, the "**Lease**"), between Frontier Airlines, Inc. ("**Lessee**") and UMB Bank, National Association, acting not in its individual capacity, but solely as owner trustee, as lessor ("**Lessor**"), pursuant to which Lessor is leasing to Lessee one (1) Airbus A320-251N aircraft bearing manufacturer's serial number 8766 and United States registration mark N349FR together with two (2) CFM International, Inc. LEAP-1A26 engines (collectively, the "**Aircraft**"). All initially capitalized terms used herein shall have the meanings ascribed thereto in the Lease, unless specifically defined herein.

Pursuant to Clause 20.2(a) of the Lease, we hereby notify you that we expect the following transactions to occur: the Lessor and the Owner Participant will assign a security interest in its respective rights in the Aircraft and the Operative Documents, and the Owner Participant will assign a security interest in its rights under the Trust Agreement, in each case to UMB Bank, National Association, not in its individual capacity but solely as security trustee pursuant to that certain Security Agreement dated as of April 11, 2022 among, inter alios, UMB Bank, National Association, not in its individual capacity but solely as security trustee and Maverick Aviation Holdings Ltd.

*[Signature Page Follows]*

Very truly yours,

UMB BANK, NATIONAL ASSOCIATION, not in  
its individual capacity but solely as Owner Trustee

By: 

Name: DeAnn Madsen

Title: Vice President

**NOTICE**

March 10, 2023

Frontier Airlines, Inc.  
4545 Airport Way  
Denver, CO 80239-7312  
Attention: Treasurer; General Counsel

By email: spencer.thwaytes@flyfrontier.com; howard.diamond@flyfrontier.com

Ladies and Gentlemen:


Reference is hereby made to that certain Aircraft Lease Agreement, dated as of April 23, 2019 (as amended, restated, assigned, supplemented and otherwise modified from time to time, the "**Lease**"), between Frontier Airlines, Inc. ("**Lessee**") and UMB Bank, National Association, acting not in its individual capacity, but solely as owner trustee, as lessor ("**Lessor**"), pursuant to which Lessor is leasing to Lessee one (1) Airbus A320-251N aircraft bearing manufacturer's serial number 8857 and United States registration mark N350FR together with two (2) CFM International, Inc. LEAP-1A26 engines (collectively, the "**Aircraft**"). All initially capitalized terms used herein shall have the meanings ascribed thereto in the Lease, unless specifically defined herein.

Pursuant to Clause 20.2(a) of the Lease, we hereby notify you that we expect the following transactions to occur: the Lessor and the Owner Participant will assign a security interest in its respective rights in the Aircraft and the Operative Documents, and the Owner Participant will assign a security interest in its rights under the Trust Agreement, in each case to UMB Bank, National Association, not in its individual capacity but solely as security trustee pursuant to that certain Security Agreement dated as of April 11, 2022 among, inter alios, UMB Bank, National Association, not in its individual capacity but solely as security trustee and Maverick Aviation Holdings Ltd.

*[Signature Page Follows]*

Very truly yours,

UMB BANK, NATIONAL ASSOCIATION, not in  
its individual capacity but solely as Owner Trustee

By: \_\_\_\_\_

Name: DeAnn Madsen

Title: Vice President

NOTICE

March 10, 2023

Frontier Airlines, Inc.  
4545 Airport Way  
Denver, CO 80239-7312  
Attention: Treasurer; General Counsel

By email: spencer.thwaytes@flyfrontier.com; howard.diamond@flyfrontier.com

Ladies and Gentlemen:

Reference is hereby made to that certain Aircraft Lease Agreement, dated as of May 9, 2019 (as amended, restated, assigned, supplemented and otherwise modified from time to time, the "**Lease**"), between Frontier Airlines, Inc. ("**Lessee**") and UMB Bank, National Association, acting not in its individual capacity, but solely as owner trustee, as lessor ("**Lessor**"), pursuant to which Lessor is leasing to Lessee one (1) Airbus A320-251N aircraft bearing manufacturer's serial number 8913 and United States registration mark N351FR together with two (2) CFM International, Inc. LEAP-1A26 engines (collectively, the "**Aircraft**"). All initially capitalized terms used herein shall have the meanings ascribed thereto in the Lease, unless specifically defined herein.

Pursuant to Clause 20.2(a) of the Lease, we hereby notify you that we expect the following transactions to occur: the Lessor and the Owner Participant will assign a security interest in its respective rights in the Aircraft and the Operative Documents, and the Owner Participant will assign a security interest in its rights under the Trust Agreement, in each case to UMB Bank, National Association, not in its individual capacity but solely as security trustee pursuant to that certain Security Agreement dated as of April 11, 2022 among, inter alios, UMB Bank, National Association, not in its individual capacity but solely as security trustee and Maverick Aviation Holdings Ltd.

*[Signature Page Follows]*

Very truly yours,

UMB BANK, NATIONAL ASSOCIATION, not in  
its individual capacity but solely as Owner Trustee

By: \_\_\_\_\_

Name: DeAnn Madsen

Title: Vice President

NOTICE

March 10, 2023

Frontier Airlines, Inc.  
4545 Airport Way  
Denver, CO 80239-7312  
Attention: Treasurer; General Counsel

By email: spencer.thwaytes@flyfrontier.com; howard.diamond@flyfrontier.com

Ladies and Gentlemen:

Reference is hereby made to that certain Aircraft Lease Agreement, dated as of June 27, 2019 (as amended, restated, assigned, supplemented and otherwise modified from time to time, the "**Lease**"), between Frontier Airlines, Inc. ("**Lessee**") and UMB Bank, National Association, acting not in its individual capacity, but solely as owner trustee, as lessor ("**Lessor**"), pursuant to which Lessor is leasing to Lessee one (1) Airbus A320-251N aircraft bearing manufacturer's serial number 8977 and United States registration mark N353FR together with two (2) CFM International, Inc. LEAP-1A26 engines (collectively, the "**Aircraft**"). All initially capitalized terms used herein shall have the meanings ascribed thereto in the Lease, unless specifically defined herein.

Pursuant to Clause 20.2(a) of the Lease, we hereby notify you that we expect the following transactions to occur: the Lessor and the Owner Participant will assign a security interest in its respective rights in the Aircraft and the Operative Documents, and the Owner Participant will assign a security interest in its rights under the Trust Agreement, in each case to UMB Bank, National Association, not in its individual capacity but solely as security trustee pursuant to that certain Security Agreement dated as of April 11, 2022 among, inter alios, UMB Bank, National Association, not in its individual capacity but solely as security trustee and Maverick Aviation Holdings Ltd.

*[Signature Page Follows]*

Very truly yours,

UMB BANK, NATIONAL ASSOCIATION, not in  
its individual capacity but solely as Owner Trustee

By: \_\_\_\_\_

Name: DeAnn Madsen

Title: Vice President



**NOTICE**

March 10, 2023

Frontier Airlines, Inc.  
4545 Airport Way  
Denver, CO 80239-7312  
Attention: Treasurer; General Counsel

By email: spencer.thwaytes@flyfrontier.com; howard.diamond@flyfrontier.com

Ladies and Gentlemen:

Reference is hereby made to that certain Aircraft Lease Agreement, dated as of June 28, 2019 (as amended, restated, assigned, supplemented and otherwise modified from time to time, the "**Lease**"), between Frontier Airlines, Inc. ("**Lessee**") and UMB Bank, National Association, acting not in its individual capacity, but solely as owner trustee, as lessor ("**Lessor**"), pursuant to which Lessor is leasing to Lessee one (1) Airbus A320-251N aircraft bearing manufacturer's serial number 9026 and United States registration mark N354FR together with two (2) CFM International, Inc. LEAP-1A26 engines (collectively, the "**Aircraft**"). All initially capitalized terms used herein shall have the meanings ascribed thereto in the Lease, unless specifically defined herein.

Pursuant to Clause 20.2(a) of the Lease, we hereby notify you that we expect the following transactions to occur: the Lessor and the Owner Participant will assign a security interest in its respective rights in the Aircraft and the Operative Documents, and the Owner Participant will assign a security interest in its rights under the Trust Agreement, in each case to UMB Bank, National Association, not in its individual capacity but solely as security trustee pursuant to that certain Security Agreement dated as of April 11, 2022 among, inter alios, UMB Bank, National Association, not in its individual capacity but solely as security trustee and Maverick Aviation Holdings Ltd.

*[Signature Page Follows]*

Very truly yours,

UMB BANK, NATIONAL ASSOCIATION, not in  
its individual capacity but solely as Owner Trustee

By: \_\_\_\_\_

Name: DeAnn Madsen

Title: Vice President

**NOTICE**

March 10, 2023

Frontier Airlines, Inc.  
4545 Airport Way  
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Attention: Treasurer; General Counsel

By email: [spencer.thwaytes@flyfrontier.com](mailto:spencer.thwaytes@flyfrontier.com); [howard.diamond@flyfrontier.com](mailto:howard.diamond@flyfrontier.com)

Ladies and Gentlemen:


Reference is hereby made to that certain Aircraft Lease Agreement, dated as of August 19, 2019 (as amended, restated, assigned, supplemented and otherwise modified from time to time, the "**Lease**"), between Frontier Airlines, Inc. ("**Lessee**") and UMB Bank, National Association, acting not in its individual capacity, but solely as owner trustee, as lessor ("**Lessor**"), pursuant to which Lessor is leasing to Lessee one (1) Airbus A320-251N aircraft bearing manufacturer's serial number 9068 and United States registration mark N358FR together with two (2) CFM International, Inc. LEAP-1A26 engines (collectively, the "**Aircraft**"). All initially capitalized terms used herein shall have the meanings ascribed thereto in the Lease, unless specifically defined herein.

Pursuant to Clause 20.2(a) of the Lease, we hereby notify you that we expect the following transactions to occur: the Lessor and the Owner Participant will assign a security interest in its respective rights in the Aircraft and the Operative Documents, and the Owner Participant will assign a security interest in its rights under the Trust Agreement, in each case to UMB Bank, National Association, not in its individual capacity but solely as security trustee pursuant to that certain Security Agreement dated as of April 11, 2022 among, inter alios, UMB Bank, National Association, not in its individual capacity but solely as security trustee and Maverick Aviation Holdings Ltd.

*[Signature Page Follows]*

Very truly yours,

UMB BANK, NATIONAL ASSOCIATION, not in  
its individual capacity but solely as Owner Trustee

By: 

Name: DeAnn Madsen

Title: Vice President

NOTICE

March 10, 2023

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4545 Airport Way  
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Attention: Treasurer; General Counsel

By email: spencer.thwaytes@flyfrontier.com; howard.diamond@flyfrontier.com

Ladies and Gentlemen:

Reference is hereby made to that certain Aircraft Lease Agreement, dated as of September 30, 2019 (as amended, restated, assigned, supplemented and otherwise modified from time to time, the "**Lease**"), between Frontier Airlines, Inc. ("**Lessee**") and UMB Bank, National Association, acting not in its individual capacity, but solely as owner trustee, as lessor ("**Lessor**"), pursuant to which Lessor is leasing to Lessee one (1) Airbus A320-251N aircraft bearing manufacturer's serial number 9177 and United States registration mark N359FR together with two (2) CFM International, Inc. LEAP- 1A26 engines (collectively, the "**Aircraft**"). All initially capitalized terms used herein shall have the meanings ascribed thereto in the Lease, unless specifically defined herein.

Pursuant to Clause 20.2(a) of the Lease, we hereby notify you that we expect the following transactions to occur: (i) the Lessor and the Owner Participant will assign a security interest in its respective rights in the Aircraft and the Operative Documents, and the Owner Participant will assign a security interest in its rights under the Trust Agreement, in each case to UMB Bank, National Association, not in its individual capacity but solely as security trustee pursuant to that certain Security Agreement dated as of April 11, 2022 among, inter alios, UMB Bank, National Association, not in its individual capacity but solely as security trustee and Maverick Aviation Holdings Ltd. and (ii) following the transaction referred in clause (i), Accipiter Investments Aircraft 4 Limited will transfer its rights and obligations as Owner Participant under the Trust Agreement and the Lease to SFV Aircraft Holdings 2 LLC. We understand SFV Aircraft Holdings 2 LLC intends for it and the Lessor to assign a security assignment in the Trust Agreement, Aircraft and Lease, as applicable, which will be separately notified to you.

*[Signature Page Follows]*

Very truly yours,

UMB BANK, NATIONAL ASSOCIATION, not in  
its individual capacity but solely as Owner Trustee

By: \_\_\_\_\_

Name: DeAnn Madsen

Title: Vice President

NOTICE

March 10, 2023

Frontier Airlines, Inc.  
4545 Airport Way  
Denver, CO 80239-7312  
Attention: Treasurer; General Counsel

By email: spencer.thwaytes@flyfrontier.com; howard.diamond@flyfrontier.com

Ladies and Gentlemen:

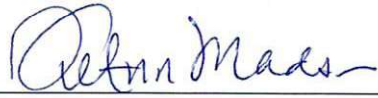
Reference is hereby made to that certain Aircraft Lease Agreement, dated as of March 16, 2020 (as amended, restated, assigned, supplemented and otherwise modified from time to time, the "**Lease**"), between Frontier Airlines, Inc. ("**Lessee**") and UMB Bank, National Association, acting not in its individual capacity, but solely as owner trustee, as lessor ("**Lessor**"), pursuant to which Lessor is leasing to Lessee one (1) Airbus A320-251N aircraft bearing manufacturer's serial number 10038 and United States registration mark N370FR together with two (2) CFM International, Inc. LEAP-1A26 engines (collectively, the "**Aircraft**"). All initially capitalized terms used herein shall have the meanings ascribed thereto in the Lease, unless specifically defined herein.

Pursuant to Clause 20.2(a) of the Lease, we hereby notify you that we expect the following transactions to occur: (i) the Lessor and the Owner Participant will assign a security interest in its respective rights in the Aircraft and the Operative Documents, and the Owner Participant will assign a security interest in its rights under the Trust Agreement, in each case to UMB Bank, National Association, not in its individual capacity but solely as security trustee pursuant to that certain Security Agreement dated as of April 11, 2022 among, inter alios, UMB Bank, National Association, not in its individual capacity but solely as security trustee and Maverick Aviation Holdings Ltd. and (ii) following the transaction referred in clause (i), Vermillion Aviation (Two) Limited will transfer its rights and obligations as Owner Participant under the Trust Agreement and the Lease to SFV Aircraft Holdings 1 LLC. We understand SFV Aircraft Holdings 1 LLC intends for it and the Lessor to assign a security assignment in the Trust Agreement, Aircraft and Operative Documents, as applicable, which will be separately notified to you.

*[Signature Page Follows]*

Very truly yours,

UMB BANK, NATIONAL ASSOCIATION, not in  
its individual capacity but solely as Owner Trustee

By: \_\_\_\_\_

Name: DeAnn Madsen

Title: Vice President